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Edward A. Kerben

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January 17, 1996

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: J2 ENTERPRISES, INC.

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation of the above corporation, together with a check in the amount of \$122.50 to cover the following:

Filing fee	\$ 35.00
Certified copy	52.50
Registered Agent	
Designation	35.00
TOTAL:	\$122.50

Please return the certified copy to this office. Thank you for your attention as to this matter.

Very truly yours,



Edward A. Kerben

EAK/lh

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 22 AM 10:34

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**ARTICLES OF INCORPORATION
OF**

J2 ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 22 AM 10:34

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I -- NAME

The name of the corporation shall be J2 ENTERPRISES, INC.

ARTICLE II -- NATURE OF BUSINESS

1. The general nature of the business of the corporation shall be retail hardware sales and any other lawful business.

2. This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2523 EAST COLONIAL DRIVE, ORLANDO FL 32803.

ARTICLE IV -- CAPITAL STOCK

The capital stock of this corporation shall consist of 100 shares of common stock with a par value of \$5.00.

ARTICLE V -- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is JOHN D. NAGY, 1419 ROBIN ROAD, ORLANDO FL 32803.

ARTICLE VI -- DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1) director. The names and addresses of the directors are:

JOHN W. DEAMUD
1328 MORRIS AVENUE
ORLANDO FL 32803

JOHN D. NAGY
1419 ROBIN ROAD
ORLANDO FL 32803

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators are:

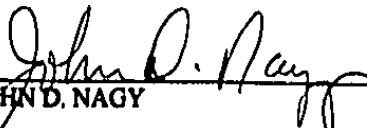
JOHN W. DEAMUD
1328 MORRIS AVENUE
ORLANDO FL 32803

JOHN D. NAGY
1419 ROBIN ROAD
ORLANDO FL 32803

ARTICLE VIII - SHAREHOLDERS

The shareholders of this corporation shall have a pro-emptive right to acquire unissued or treasury shares of the corporate convertible into or carrying a right to subscribe to or acquire shares as issued by the corporation.

The undersigned have executed these Articles of Incorporation this 19TH day of JANUARY, 1996.



JOHN D. NAGY




JOHN W. DEAMUD

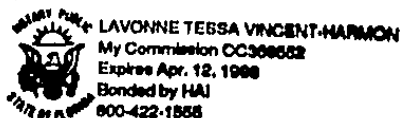
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19TH day of JANUARY, 1996, by JOHN D. NAGY and JOHN W. DEAMUD, who are personally known to me or ~~who did produce~~ _____ as identification and who did take an oath.

NOTARY PUBLIC

Sign 
Print _____

State of Florida at Large (Seal)
My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

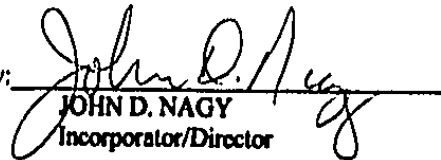
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is J2 ENTERPRISES, INC.
2. The name and address of the registered agent and office is JOHN D. NAGY, 1419 ROBIN ROAD, ORLANDO FL 32803.

DATE: JANUARY 19, 1996

By:


JOHN D. NAGY
Incorporator/Director

DATE: JANUARY 19, 1996

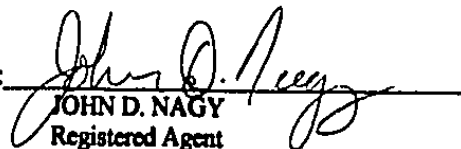
By:


JOHN W. DEAMUD
Incorporator/Director

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: JANUARY 19, 1996

By:


JOHN D. NAGY
Registered Agent